

DEC 13 2012

UNITED STATES BANKRUPTCY COURT, SOUTHERN DISTRICT OF NEW YORK;  
(at Manhattan)

[18 USC §§ 245(b)(2)(B), 664, 666, 1962][29 USC §§ 1131, 1132(h), 1140]  
[26 USC §§ 101(f)(3)(A), 267(b)(1)][42 U.S.C. §§ 1441, 3535(d), 4651(3), 7573]  
[Rule 36(a)]

In Re: Residential Capital, LLC., et al., And,) Case No. 12-bk-12020 (MG)  
In Re: GMAC, Mortgage Co., et al,) Chapter (Ch.11, Joint Admin.)  
Debtors ) (Related BR Case No.07-bk-57237, S.D., OHIO)  
 ) (Related BR Case No. 12-bk-12032, S.D., N.Y.)  
 ) JUDGE: GLENN, MARTIN  
UNITED STATES of America, Ex Rel., )  
Yvonne D. Lewis, et al., ) Adversary Case No.: 12-01731  
Plaintiffs/ Surplus Creditors ) (Related Case No. 12-bk-12020 (MG);  
Vs. ) 05-CV-7346 (03-CV-7478); 03-CV-10836;  
 ) 05-CV-4555; 03-CV-6954);(04-AP-469, 11-AP-  
GMAC, Mortgage Co., et al;) 875, 10-AP-110, COA10th Dist., OHIO  
Defendants/ Bankrupt Debtor, ) (Related Case No.96-cv-494, USDC, S.D.,OH.)

JUDICIAL NOTICE OF CONTINUATION OF RICO ASSOCIATIONS; GROUNDED ON  
GMAC'S MISCONDUCT BY MAY 31, 2012 ASSIGNMENT TO FNMA WITH JUDGMENT  
LIEN OF HNB FROM INCURABLE LIVING TRUST AFTER FTC AND DISTRICT  
COURT'S CONSENT JUDGMENTS ISSUED ON APR. 14, 1997 AND APR. 4, 2012.

UNITED STATES BANKRUPTCY COURT FOR THE SOUTHERN DISTRICT OF OHIO;  
(at Columbus)

[18 USC §§ 245(b)(2)(B), 664, 666, 1962][29 USC §§ 1131, 1132(h), 1140]  
[26 USC §§ 101(f)(3)(A), 267(b)(1)][42 U.S.C. §§ 1441, 3535(d), 4651(3), 7573]

In Re: SIDNEY T. LEWIS, pro se,) Case No. 2:07-bk-57237  
) (Ch.7 )  
Debtor ) (Related Bankr Case No. 2:05-bk-75111)  
 )  
Social Security No.: xxx-xx-5959 ) JUDGE: HOFFMAN, JOHN, Jr.  
  
In Re: Yvonne D. Lewis,) Case No. 2:05-bk-75111  
) (Ch.7 )  
Debtor ) (Related Case No. 2:07-bk-57237)  
 )  
Social Security No.: xxx-xx-2390 ) JUDGE: HOFFMAN, JOHN, Jr.

IN THE UNITED STATES DISTRICT COURT, S. D. OF OHIO  
EASTERN DIVISION (at Columbus)

[18 USC §§ 245(b)(2)(B), 664, 666, 1962][29 USC §§ 1131, 1132(h), 1140]  
[26 USC §§ 101(f)(3)(A), 267(b)(1)][42 U.S.C. §§ 1441, 3535(d), 4651(3), 7573)]

UNITED STATES of America, Ex Rel., )  
Sidney T. Lewis, et al., ) Action No. 2:08-cv-1042  
Plaintiffs ) (Related Dist. Ct. Cases 2:08-cv-16; 2:96-cv-494;  
Vs. ) 2:09-cv-179, 2:08-cv-75; 09-cv-936; 09-cv-944;  
 ) 05-cv-1082; 08-cv-1040 and 08-cv-1042);  
Larry McClatchey, et al., ) JUDGE: HOLSCHUH  
Of the Kegler, Brown, Hill & Ritter lawfirm ) Magistrate Judge: KING  
Defendants

IN THE UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK ✓  
(at Manhattan)

UNITED STATES OF AMERICA, ex rel, )  
EDWARD O'DONNELL, et al., ) Case No.: 12-cv-1422  
appearing QUI TAM, )  
Plaintiff /Relator, ) (Related Case No.96-cv-494, USDC, S.D.,OH;  
Vs. ) 05-CV-7346 (03-CV-7478); 03-CV-10836;  
 ) 05-CV-4555; 03-CV-6954);(04-AP-469, 11-AP-  
BANK OF AMERICA CORP.., et al, ) 875, 10-AP-110, COA10th Dist., OHIO  
Defendants. ) (Related Case No. 08-cv-75, USDC, S.D.,OH.)

UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF COLUMBIA

[18 USC §§ 245(b)(2)(B), 664, 666, 1962][29 USC §§ 1131, 1132(h), 1140]  
[26 USC §§ 101(f)(3)(A), 267(b)(1), 7702, 1001][42 U.S.C. §§ 1441, 3535(d), 4651(3), 7573)]

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FRIENDS OF THE EARTH, et al., )  
Plaintiff, ) Case: 1:12-cv-00363  
 ) (Related Dist. Ct. Case 1:12-cv-00361);  
Vs. )  
 ) Assigned To: Jackson, Amy Berman, Judge  
 )  
UNITED STATES E.P.A. and )  
LISA JACKSON, Administrator, )  
Defendants. )

)  
**IN THE UNITED STATES DISTRICT COURT FOR THE SOUTHERN DISTRICT OF IOWA  
CENTRAL DIVISION**

[18 USC §§ 245(b)(2)(B), 664, 666, 1962][29 USC §§ 1131, 1132(h), 1140]  
[26 USC §§ 101(f)(3)(A), 267(b)(1)][42 U.S.C. §§ 1441, 3535(d), 4651(3), 7573]]

SECURITIES AND EXCHANGE COMMISSION )  
Plaintiff, )  
vs. ) Case No. 4:10-cv-87  
AMERICAN EQUITY INVESTMENT LIFE )  
HOLDING COMPANY; )  
DAVID J. NOBLE; and )  
WENDY C. WAUGAMAN, )  
Defendants. )

**UNITED STATES DISTRICT COURT FOR THE WESTERN DISTRICT OF  
KENTUCKY;  
LOUISVILLE DIVISION**

[18 USC §§ 245(b)(2)(B), 664, 666, 1962][29 USC §§ 1131, 1132(h), 1140]  
[26 USC §§ 101(f)(3)(A), 267(b)(1)][42 U.S.C. §§ 1441, 3535(d), 4651(3), 7573]]

BEVERLY S. MALONE, Living Trust Beneficiary,)  
Plaintiff, ) Case No. 3:01-CV-259(H)  
vs. ) (Related Dist. Ct. Case 3: 05-CV-122(H));  
AMERICAN EQUITY INVESTMENT LIFE )  
HOLDING COMPANY (“AEL”) et al., and )  
ADDISON INSURANCE MARKETING (AIM) )  
Defendants. )

**UNITED STATES SUPREME COURT**

Charles STRUBE, et al., Living Trust Matters, ) 11th Cir. No. 06-35, Certiorari denied.  
Beverly MALONE, Living Trust Matters, ) No. 05-13014 / No. 05-11461  
Appellant, ) Removed USDC, M.D., FL, case # 01-cv-1236  
vs. ) [26 USC §§ 401(a), 4975(e)]  
 ) Reported below: 158 Fed. Appx. 198.

AMERICAN EQUITY ("AEL"), et al., )  
Appellee. )

**UNITED STATES COURT OF APPEALS FOR THE ELEVENTH CIRCUIT; AT FL.**

[18 USC §§ 245(b)(2)(B), 664, 666, 1962][29 USC §§ 1131, 1132(h), 1140]  
[26 USC §§ 101(f)(3)(A), 267(b)(1)][42 U.S.C. §§ 1441, 3535(d), 4651(3), 7573]]

Charles STRUBE, et al., Living Trust Matters,) **No. 05-11461 Non-Argument Calendar;**  
Beverly MALONE, Living Trust Beneficiary,) **No. 05-13014 Non-Argument Calendar**  
Plaintiffs/Appellants, ) Removed from case nos. 6:01-cv-1236 and  
vs. ) 3:01-CV-259(H); [26 USC §§ 401(a), 4975(e)]  
 ) 3: 05-CV-122  
AMERICAN EQUITY ("AEL"), et al., ) Before ANDERSON, BLACK and PRYOR,  
Defendants/Appellees. ) Circuit Judges.

**UNITED STATES DISTRICT COURT FOR THE  
CENTRAL DISTRICT OF CALIFORNIA  
SOUTHERN DIVISION**

WHITE, et al	:	Case No. 05-cv-1070 DOC (MLGx)
vs.	:	Judge: <u>David Carter</u>
EXPERIAN INFORMATION SOLUTIONS, INC., et al.	:	
(Related C.A. Dist. Ct. Case Nos: Case #05-cv-1073, DOC (MLGx) Case #05-cv-7821, DOC (MLGx) Case #06-cv-0392, DOC (MLGx) Case #06-cv-5060, DOC (MLGx)	:	<u>\$45 MILLION DOLLAR SETTLEMENT</u> <u>OF NATIONAL CLASS ACTION</u>

JUDICIAL NOTICE OF CONTUATION OF RICO ASSOCIATIONS; GROUNDED ON  
GMAC'S MISCONDUCT BY MAY 31, 2012 ASSIGMENT TO FNMA WITH JUDGMENT  
LIEN OF HNB FROM INCURABLE LIVING TRUST AFTER FTC AND DISTRICT  
COURT'S CONSENT JUDGMENTS ISSUED ON APR. 14, 1997 AND APR. 4, 2012.

**IN THE MUNICIPAL COURT OF FRANKLIN COUNTY; OHIO  
ENVIRONMENTAL DIVISION**

COLUMBUS, CITY OF

OFFICE OF CITY ATTORNEY : Civil Action No.: 2007 EVH- 60047  
(Plaintiff/ Counter-Defendants)  
Vs. :  
HARRIETT MANN, et al. : MUNI JUDGE: HARLAND HALE  
(Defendants/ Counter-Plaintiffs) : CPC JUDGE: ANNE TAYLOR

**UNITED STATES DISTRICT COURT FOR THE SOUTHERN DISTRICT OF OHIO  
EASTERN DIVISION**

COLUMBUS, CITY OF : Civil Action No.: 2:08-CV-172  
(Plaintiff/ Counter-Defendants) : (Removed Case No.: 2007 EVH- 60047)  
VS. : (Related Nos. 2:07-CV-287 & 05-CV-844)  
HARRIETT MANN, et al. : JUDGE: GRAHAM  
(Defendants/ Counter-Plaintiffs) : Magistrate Judge: Kemp  
:

Now comes Creditors, Sidney T. Lewis and Yvonne D. Lewis, under Fed. Evid. R. 201(c), (d) &(e), 18 USC §§ 2, 664, 1001, and 28 USC § 1406(a) in all of the abovementioned United States District and Bankruptcy Courts, in all of the abovementioned State Civil and Criminal Courts, for cases related to Mortgage and Judgment Liens in favor of Huntington National Bank (*as Mortgagee/Assignor and Judgment Lienholder*) and GMAC Mortgage Company LLC (*as Mortgagee/Assignee and as Mortgagee/Servicer/Assignor*) and Ally Financial Inc., “AFI” (*as Assignee/Subservicer*) and herein give Judicial Notice of the related State and Federal “RICO” actions under **18 USC § 1962** in Columbus, Ohio, companion Federal case no. 2:96-cv-494, No. 2:08-cv-75, No. 08-CV-172; No. 2:08-cv-1040; No. 2:08-cv-1042; No. 2:08-cv-736; No. 2:09-cv-936; No. 2:09-cv-944 and No. 2:09-cv-179, UNITED STATES DISTRICT COURT FOR THE SOUTHERN DISTRICT OF OHIO, EASTERN DIVISION, (See: EXHIBIT A, Doc. 95, in case no. 2:96-cv-494 filed **JUNE 9, 1998**); and companion State case nos. 04-AP-469; 04-AP-

1135; No. 96APA03-326<sup>1</sup>, No. 96APA03-327, No. 96APA03-328; 12-ap-506, COURT OF APPEALS OF OHIO, TENTH APPELLATE DISTRICT, FRANKLIN COUNTY in relation to SEC Form N-4/A filings by American Equity Life Annuity Account (AEL's) [FILE NO. 333-46593 and FILE NO. 811-08663] REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933 and REGISTRATION STATEMENT UNDER THE INVESTMENT COMPANY ACT OF 1940 filed **JUNE 9, 1998** for AEL's FLEXIBLE PREMIUM DEFERRED VARIABLE ANNUITY CONTRACTS pursuant to 26 USC §§ 101(f)(3)(A), 267(b)(1), 7702.

(SEE AND COMPARE: **EXHIBIT B**, SEC Form N-4/A, at Schedule A, at page 000, filings by American Equity filed **JUNE 9, 1998**, "SEPARATE ACCOUNTS"; COMPARE TO: **EXHIBIT C**, SEC Form 10k/A, at part II, Item 9A, Controls and Procedures, at Page 44 of 48, as filings by American Equity for the fiscal year ended December 31, 2004 filed **MARCH 28, 2005**, "The Company's management assessed the effectiveness of the Company's internal control over financial reporting as of December 31, 2004 \*\*\*. Management determined a **LACK OF FORMAL DOCUMENTATION EXISTS SURROUNDING THE COMPANY'S REVIEW OF ITS DEFERRED POLICY ACQUISITION COSTS AND DEFERRED SALES INDUCEMENTS**, its unlocking analysis and the related assumptions and estimates used in connection with these items. In addition management concluded that the review of inputs into the models for **ESTIMATING DEFERRED POLICY ACQUISITION COSTS AND DEFERRED SALES INDUCEMENTS WAS INADEQUATE**. As a result, management has concluded that a material weakness exists and thus is not be able to conclude that its internal control over financial reporting was effective as of the end of the period covered by the Company's Annual Report on Form 10-K.\*\*\*")

This Judicial Notice is supported by 1998 and 2012 final federal consent judgments, or otherwise, the entire judicial records in the aforementioned OHIO Federal RICO case no. 2:96-

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<sup>1</sup> See: State of Ohio, Plaintiff-Appellee, v. Dwight I. Hurd, Defendant-Appellant. State of Ohio, Plaintiff-Appellee, v. Robert D. Hodge, Defendant-Appellant. State of Ohio, Plaintiff-Appellee, (Cross-Appellant), v. Beth A. Eyerman, Defendant-Appellant, 1999 Ohio App. LEXIS 2047, pg 1, (Ohio Ct. App., Franklin County May 4, 1999, reversing criminal convictions), ("The indictment alleged a scheme to defraud investors through the intrastate sale of millions of shares of low-priced, highly speculative stocks, generally selling at less than \$ 5 a share ("penny stocks").").

cv-494 at Docs 70 and 95; and District of Columbia Federal RICO case no. 1:12-cv-00361 at Docs. 11 and 13 as incorporated herein by reference, and "in the interest of justice", including, but not limited to the State Criminal "RICO" actions No. 96APA03-326 (See: State of Ohio v. Dwight I. Hurd, 1999 Ohio App. LEXIS 2047), as related to the unlawful conversion/transfer of AEL's "**DEFERRED POLICIES**" as registered securities UNDER THE SECURITIES ACT OF 1933 and THE INVESTMENT COMPANY ACT OF 1940, registered with the United States S.E.C. (See **EXHIBIT B&C**), subject to the joint administration in BR case nos. 12-bk-12020, and 12-bk-12032,USBC, SD, New York and fraudulent administration in BR case nos. 05-bk-75111 and 07-bk-57237, USBC, SD, Ohio by RICO Defendant (id. 96-cv-494, Doc. 95) Emens, Hurd, Kegler & Ritter lawfirm a/k/a Kegler, Brown, Hill & Ritter Co., L.P.A. lawfirm to render legal services for the Trustee (Larry McClatchey) within the bankruptcy estate. (id. 07-bk-57237, Doc. 25)

Further, This Notice is supported by attached Exhibits and Exhibits of record in the instant cases and by the Exhibits and Verifications by Creditors/Relators, Sidney T. Lewis and Yvonne D. Webb-Lewis attached to their objection to the Amended Notice of Successful Bidders at the Auctions ... [S.I.C.]... assets to Berkshire Hathaway Inc., Doc. 2050, filed 11/03/12 in the U.S. Bankruptcy Court For the Southern District of New York, at Manhattan, in Case No. 12-bk-12020.

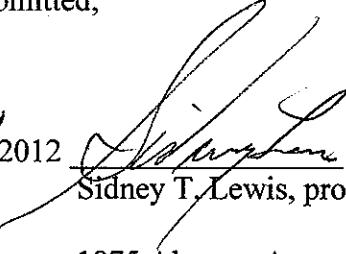
This Notice is supported by attached Exhibits and Exhibits of record in the instant cases.  
(see: Attached Exhibits A,B,&C).

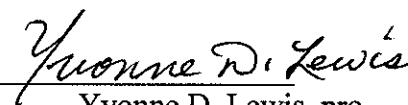
28 USC 1406(a) reads in pertinent parts:

"(a) The district court of a district in which is filed a case laying venue in the wrong division or district shall dismiss, or if it be *in the interest of justice*, transfer such case to any district or division in which it could have been brought."

(See: 28 USC 1406(a))

Respectfully Submitted,

*Nov. 16*  
Dated: June 13, 2012   
Sidney T. Lewis, pro se  
se  
1875 Alvason Avenue  
Columbus, Ohio 43219  
(614) 940-3306

*Nov. 16*  
Dated: June 13, 2012   
Yvonne D. Lewis, pro  
se  
1875 Alvason Avenue  
Columbus, Ohio 43219  
(614) 940-3306

#### Memorandum In Support

"Under Ohio law, a *mortgagor in possession* of real property is the owner of the legal and equitable interests in the property. *In re Rosario*, 402 B.R. 223, 229 (Bankr. N.D. Ohio 2009) (citations omitted)."

(See: ***In re Jaber, 406 B.R. 756, 761 (Bankr. N.D. Ohio 2009)***)

It follows that on **May 31, 2012 (EXHIBIT D)** Creditor Yvonne D. Lewis was the *mortgagor in possession* under a HUD/FHA Mortgage on the real property at 1875 Alvason Avenue. As the owner of said legal and equitable interests in the property Lewis would have been entitled to a legal "right of redemption" before consummation of the Sheriffs Sale on **JUNE 4, 2012** long after

Defendant GMAC's fraudulent assignment of Bid to FNMA without a "face to face" mandated by HUD guidelines, then Defendant GMAC's fraudulent auction to successful bidder, Berkshire Hathaway Inc absent consent of purchaser FNMA, nor waiver of the "*right of redemption*" by Creditor Yvonne D. Lewis.

"...debtor may avoid the fixing of a judicial lien that impairs an exemption to which the debtor would have been entitled but for the lien. 11 U.S.C. § 522(f)(1)(A)."

(See: **In re Jaber, 406 B.R. 756, 762 (Bankr. N.D. Ohio 2009)**

It follows that on or before June 6, 2008 (**EXHIBIT E**) Discharged Debtor Yvonne D. Lewis would have been entitled to a Homestead exemption on the real property at 1875 Alvason Avenue under Ohio Revised Code § 2329.66. See 11 U.S.C. § 522(b)(3)(A), except that Huntington National Bank's false judicial lien related to the fraudulent Vacy O. Webb Living Trusts marketed by American Equity under the RICO Class (id. Doc 70) that impaired a \$5,000.00 exemption to which the debtor would have been entitled but for the HNB Certificate of Judgment Lien attached to the Proof of Claim filed in the above-entitled Bankruptcy action.

(See attached: **EXHIBIT E**, id. 07-bk-57237, Claim 2-1)

Respectfully submitted,

Dated: Nov. 16, 2012.

  
\_\_\_\_\_  
Sidney T. Lewis, pro se  
1875 Alvason Avenue  
Columbus, Ohio 43219  
(614) 940-3306

Dated: Nov. 16, 2012.

  
\_\_\_\_\_  
Yvonne D. Lewis, pro se  
1875 Alvason Avenue  
Columbus, Ohio 43219  
(614) 940-3306

VERIFICATION

State of Ohio )  
                  )  
                  ) SS:  
Franklin County )

I, Yvonne D. Lewis, declare under the penalty of perjury that the foregoing is true and correct to the best of my knowledge as based on my understandings and belief.  
FURTHER SAYETH THE AFFIANT NAUGHT.

Executed on Nov. 16, 2012 pursuant to 28 U.S.C. §§ 452, 1746, 1715; Ohio Const., Art. I, §16; U.S. Const., Amend., § 14<sup>th</sup>.

Yvonne D. Lewis  
YVONNE D. LEWIS, *Affiant, In Personam*

VERIFICATION

State of Ohio )  
                  )  
                  ) SS:  
Franklin County )

I, Sidney T. Lewis, declare under the penalty of perjury that the foregoing is true and correct to the best of my knowledge as based on my understandings and belief.  
FURTHER SAYETH THE AFFIANT NAUGHT.

Executed on Nov. 16, 2012 pursuant to 28 U.S.C. §§ 452, 1746, 1715; Ohio Const., Art. I, §16; U.S. Const., Amend., § 14<sup>th</sup>.

Sidney T. Lewis  
SIDNEY T. LEWIS, *Affiant, In Personam*

CLOSED

**U.S. District Court  
Southern District of Ohio (Columbus)  
CIVIL DOCKET FOR CASE #: 2:96-cv-00494-JPK-MRA**

Bryk, et al v. Hurd, et al  
Assigned to: Joseph P. Kinneary  
Referred to: Magistrate Judge Mark R. Abel  
Demand: \$0  
Case in other court: Eastern Division, 1:95-cv-01096  
Cause: 18:1962 Racketeering (RICO) Act

Date Filed: 05/17/1996  
Date Terminated: 09/28/2000  
Jury Demand: Plaintiff  
Nature of Suit: 470 Racketeer/Corrupt Organization  
Jurisdiction: Federal Question

**Plaintiff**

**John P Bryk**

represented by **William Henry Blessing**  
119 East Court Street, Ste 500  
Cincinnati, OH 45202  
513-621-9191  
Fax: 513-621-7086  
Email: billblessing@cincl.rr.com  
**LEAD ATTORNEY**  
**ATTORNEY TO BE NOTICED**

**Plaintiff**

**Gregory J Burkhart**

represented by **William Henry Blessing**  
(See above for address)  
**LEAD ATTORNEY**  
**ATTORNEY TO BE NOTICED**

**Plaintiff**

**William A Burkhart**

represented by **William Henry Blessing**  
(See above for address)  
**LEAD ATTORNEY**  
**ATTORNEY TO BE NOTICED**

V.

**Defendant**

**Dwight I Hurd**

*TERMINATED: 05/11/1999*

represented by **Stephen Joseph Butler**  
Thompson Hine LLP ~ 1  
312 Walnut Street  
14th Floor  
Cincinnati, OH 45202-4029  
513-352-6700  
Email: steve.butler@thompsonhine.com

*TERMINATED: 12/24/1996*  
**LEAD ATTORNEY**

*EXHIBIT A -001*

*ATTORNEY TO BE NOTICED*

**William Chester Wilkinson**  
Attorney at Law  
341 S. Third Street  
Suite 101  
Columbus, OH 43215  
614-224-6527  
Fax: 614-224-6529  
Email: wilkinwc@hotmail.com  
*TERMINATED: 05/11/1999*  
*LEAD ATTORNEY*  
*ATTORNEY TO BE NOTICED*

**Defendant**

**David M Carmichael**

**Defendant**

**Robert D Hodge**

represented by **Anil V Anthony**  
655 Metro Place South  
Suite 230  
Dublin, OH 43017  
614-760-5500  
*LEAD ATTORNEY*  
*ATTORNEY TO BE NOTICED*

**William Lawrence Summers**  
SUSPENDED - SEE 1:12-MC-033  
Summers Vargas & Resnick - 2  
23240 Chagrin Boulevard  
Suite 525  
Cleveland, OH 44122  
216-591-0727  
*LEAD ATTORNEY*  
*ATTORNEY TO BE NOTICED*

**Defendant**

**Beth A Eyerman**

represented by **Mary Jane McFadden**  
McFadden, Winner, Savage &  
Segerman, LLP  
175 South Third Street  
Suite 350  
Columbus, OH 43215-5188  
614-221-8868  
Fax: (614) 221-3985  
Email: m\_mcfadden@earthlink.net  
*LEAD ATTORNEY*  
*ATTORNEY TO BE NOTICED*

**Defendant**

*Ex. A - 002*

**Anthony Kohl**

**Defendant**

**Emens Kegler Brown Hill & Ritter  
Company LPA**  
*TERMINATED: 06/09/1998*

represented by **John Wolcott Zeiger**  
Zeiger Tiges Little & Lindsmith LLP  
3500 Huntington Center  
41 S High Street  
Columbus, OH 43215  
614-365-9900  
Fax: 614-365-7900  
Email: zeiger@litohio.com  
*TERMINATED: 06/09/1998*  
**LEAD ATTORNEY**  
**ATTORNEY TO BE NOTICED**

**Defendant**

**Carlile Patchen & Murphy  
Attorneys at Law**  
*TERMINATED: 05/11/1999*

represented by **Stephen Joseph Butler**  
(See above for address)  
*TERMINATED: 12/24/1996*  
**LEAD ATTORNEY**  
**ATTORNEY TO BE NOTICED**

**William Chester Wilkinson**  
(See above for address)  
*TERMINATED: 05/11/1999*  
**LEAD ATTORNEY**  
**ATTORNEY TO BE NOTICED**

Date Filed	#	Docket Text
12/12/1995	1	COMPLAINT (Summons issued) ( no. pgs: 17) (dm) (Entered: 12/13/1995)
12/14/1995	2	ORDER OF PROCEDURE by Judge Herman J. Weber ; Parties have to 2/20/96 to respond. (cc: all counsel) ( no pgs: 3/consent form, ltr & mag bk) (do) (Entered: 12/14/1995)
02/12/1996	3	MOTION by defendant Emens Kegler Brown to vacate Order of Procedure of 12/14/95 ( no pgs: 5+Proposed order) (dm) (Entered: 02/13/1996)
02/12/1996	4	MOTION by defendant Emens Kegler Brown to dismiss ( no pgs: 13) (dm) (Entered: 02/13/1996)
02/12/1996	5	STIPULATION by Pltfs and Dfts Hurd and Carlile, Patchen & Murphy may have to 3/4/96 to respond re complaint [1-1] ( no pgs: 2) (dm) (Entered: 02/13/1996)
02/15/1996		NOTATION ORDER by Judge Herman J. Weber granting stipulation [5-1]; Dfts to respond to complaint 3/4/96 (cc: all counsel) (dm) (Entered: 02/15/1996)
02/28/1996	6	RESPONSE by plaintiffs to [2-1] order of procedure ( no pgs: 4) (vp)

*EX: A-003*

		(Entered: 02/29/1996)
03/04/1996	7	NOTICE of adopting Motion to Dismiss filed on behalf of Emens Kegler Brown Hill & Ritter by defendant Robert D Hodge ( no pgs: 2) (dm) (Entered: 03/04/1996)
03/04/1996	8	MOTION by defendant Dwight I Hurd, defendant Carlile Patchen & to dismiss complaint ( no pgs: 3) (dm) (Entered: 03/05/1996)
03/04/1996	9	MOTION by defendant Dwight I Hurd, defendant Carlile Patchen & to vacate Order of procedure ( no pgs: 3) (dm) (Entered: 03/05/1996)
03/04/1996	10	STIPULATION by Pltf and Deft Robert D Hodge that deft may have to 3/4/96 to respond re complaint [1-1] ( no pgs: 2) (dm) (Entered: 03/05/1996)
03/05/1996		NOTATION ORDER by Judge Herman J. Weber granting stipulation [10-1] (cc: all counsel) (dm) (Entered: 03/05/1996)
03/13/1996	11	MOTION by defendant Beth A Eyerman to dismiss ( no pgs: 4) (dm) (Entered: 03/13/1996)
03/19/1996	12	Stipulation and ORDER by Judge Herman J. Weber and parties; Pltfs may have to 3/21/96 to respond to Docs 4,7,8 (cc: all counsel) ( no pgs: 2) (dm) (Entered: 03/19/1996)
03/21/1996	13	RICO Case Statement by plaintiff ( no pgs: 17+) (vp) (Entered: 03/22/1996)
03/21/1996	14	MEMORANDUM by plaintiffs in opposition to [8-1] [3-1] defts motions to dismiss ( no pgs: 8) (vp) (Entered: 03/22/1996)
04/01/1996	15	REPLY by defendant Dwight I Hurd, defendant Carlile Patchen & to response to motion to dismiss complaint [8-1] ( no pgs: 5) (dm) (Entered: 04/02/1996)
04/03/1996	16	REPLY by defendant Emens Kegler Brown to response to motion to dismiss [4-1] ( no pgs: 9) (dm) (Entered: 04/03/1996)
05/01/1996	17	ORDER by Judge Herman J. Weber granting motion to vacate Order of procedure [9-1], granting motion to vacate Order of Procedure of 12/14/95 [3-1] vacating [2-1] procedure order (cc: all counsel) ( no pgs: 1) (dm) (Entered: 05/01/1996)
05/09/1996	18	MOTION by defendant Dwight I Hurd, defendant Carlile Patchen & to dismiss ( no pgs: 2) (dm) (Entered: 05/09/1996)
05/13/1996	19	ORDER by Judge Herman J. Weber denying motion to dismiss [11-1], denying motion to dismiss complaint [8-1], denying motion to dismiss [4-1] transferring case to the SDO Eastern division Division (cc: all counsel) ( no pgs: 4) (dm) (Entered: 05/13/1996)
05/14/1996	20	MOTION by plaintiff for class certification ( no pgs: 13) (vp) (Entered: 05/14/1996)
05/17/1996	21	Original file, certified copy of transfer order docket sheet received from SDO-Cincinnati [ C1-95-1096]; to Chief Judge John D. Holschuh (referred to Mag. Judge Mark R. Abel ) (pl) (Entered: 05/20/1996)

EX. 14-004

05/30/1996	22	NOTICE by defendant Emens Kegler Brown of pending motions to dismiss ( no pgs: 3) (pl) (Entered: 06/03/1996)
06/07/1996	23	Stipulation and ORDER by Mag. Judge Mark R. Abel: dfts have until 6/28/96 to respond to pltfs' motion for class certification and pltfs have until 7/17/96 to file reply brief (cc: all counsel) ( no pgs: 2) (gk) (Entered: 06/10/1996)
06/25/1996	24	NOTICE setting this action for Preliminary PTC 10:00 8/15/96 no pgs: 2 (cc: all counsel) (gk) (Entered: 06/25/1996)
06/28/1996	25	ORDER by Mag. Judge Mark R. Abel telephone disc conf held 6/27/96; defts to serve disc upon pltf by 7/3/96; resp due 8/5/96; deft resp to motion to certify due 9/30/96; Prelim pretrial conf reset 11:30 8/8/96 (cc: all counsel) ( no pgs: 2) (pl) (Entered: 06/29/1996)
06/28/1996	26	NOTICE by defendant Emens Kegler Brown of taking deposition of John P. Bryk on 8/26/96 at 9:30 a.m. ( no pgs: 2) (pl) (Entered: 07/01/1996)
06/28/1996	27	NOTICE by defendant Emens Kegler Brown of taking deposition of Gregory J. Burkhart on 8/28/96 at 9:30 ( no pgs: 2) (pl) (Entered: 07/01/1996)
06/28/1996	28	NOTICE by defendant Emens Kegler Brown of taking deposition of William A. Burkhart on 8/29/96 at 9:30 ( no pgs: 2) (pl) (Entered: 07/01/1996)
07/09/1996	29	ORDER by Chief Judge John D. Holschuh recusing himself and directing the Clerk to randomly draw the Judge to whom this case should be transferred (cc: all counsel) ( no pgs: 1) (pl) (Entered: 07/10/1996)
08/05/1996		Mail Returned [24-1] addressed to Anthony Kohl (pl) (Entered: 08/06/1996)
08/09/1996	30	ORDER by Mag. Judge Mark R. Abel ; Prelim pretrial conf held 8/8/96 ; oppos to motion for class certification due 9/30/96; reply due 10/23/96; Status conference set 11:00 10/30/96 ; Pltf to quarterly report fees to deft; Status report ddl set 9/16/96 ; Discovery ddl set 6/30/97 ; Mtn filing ddl set 8/15/97 (cc: all counsel) ( no pgs: 2) (pl) (Entered: 08/12/1996)
09/17/1996	31	AGREED SCHEDULING ORDER by Mag. Judge Mark R. Abel, -Status conference w/MagJ Abel set for 10:00 1/14/97 -Discovery ddl reset to 9/1/97 -Mtn filing ddl reset to 10/15/97 -brief stay of proceedings to permit completion of discovery in related case -if case unresolved depo of John P Bryk 10/23/96 @ 8:00 am -depo of William Burkhart & Gregory Burkhart 10/28/96 @ 9:00 am -pltfs expert Rule 26 disclosures by 4/1/97, defts by 5/15/97 (cc: all counsel) (no pgs: 4) (seal) (Entered: 09/18/1996)
11/20/1996	32	NOTICE of Settlement conference by phone w/MagJ Abel set for 3:00 12/4/96 (cc: all counsel) (wh) (Entered: 11/21/1996)
12/02/1996	33	MOTION by defendant Carlile Patchen & to extend time for m/c class cert (no pgs: 3) (wh) (Entered: 12/03/1996)
12/02/1996	34	AGREED ORDER by Mag. Judge Mark R. Abel -m/c class cert by Emens firm due 1/6/97 (cc: all counsel) (no pgs: 2) (wh) (Entered: 12/03/1996)
12/04/1996	35	CORRECTION by defendant Carlile Patchen to motion to extend time for m/c class cert [33-1] (no pgs: 2) (wh) (Entered: 12/05/1996)

*Ex. A-005*

12/06/1996	36	ORDER by Mag. Judge Mark R. Abel -Settlement conference held 3:00 12/4/96 -m/c class cert due 1/16/97 (cc: all counsel) (no pgs: 1) (wh) (Entered: 12/09/1996)
12/06/1996	37	ORDER by Mag. Judge Mark R. Abel granting motion to extend time for m/c class cert [33-1], -ext to 1/16/97 (cc: all counsel) (no pgs: 1) (wh) (Entered: 12/10/1996)
12/17/1996	38	ORDER by Judge Joseph P. Kinneary Sr. denying motion to dismiss [18-1] (cc: all counsel) (no pgs: 4) (wh) (Entered: 12/17/1996)
12/19/1996	39	AGREED ORDER by Mag. Judge Mark R. Abel -Emens firm ans due 1/16/97 (cc: all counsel) (no pgs: 2) (wh) (Entered: 12/20/1996)
12/24/1996	40	ATTORNEY SUBSTITUTION: terminating attorney Stephen Joseph Butler for Carlile Patchen &, attorney Stephen Joseph Butler for Dwight I Hurd and substituting attorney William Chester Wilkinson (no pgs: 2) (wh) (Entered: 12/27/1996)
01/16/1997	41	ANSWER by defendant Dwight I Hurd, defendant Carlile Patchen (no pgs: 8) (wh) (Entered: 01/17/1997)
01/16/1997	42	ANSWER by defendant Emens Kegler Brown (no pgs: 10) (wh) (Entered: 01/17/1997)
01/16/1997	43	MOTION by defendant Emens Kegler Brown for summary judgment (no pgs: 51) (wh) (Entered: 01/17/1997)
01/16/1997	44	MEMO IN OPPO by defendant Emens Kegler Brown to motion for class certification [20-1] (no pgs: 46) (wh) (Entered: 01/17/1997)
01/16/1997	45	BRIEF IN OPPO by defendant Dwight I Hurd, defendant Carlile Patchen & to motion for class certification [20-1](no pgs: 21 + exhibits) (wh) (Entered: 01/17/1997)
01/16/1997	46	APPENDIX OF EXHIBITS by defendant Emens Kegler Brown re motion response [44-1], re motion for summary judgment [43-1] (wh) (Entered: 01/17/1997)
01/16/1997	47	NOTICE by defendant Emens Kegler Brown of filing depos of John P Bryk, William A Burkhardt & Gregory J Burkhardt (no pgs: 2) (wh) (Entered: 01/17/1997)
01/16/1997		Deposition of Gregory J Burkhardt (1 vol 10/28/96) (wh) (Entered: 01/17/1997)
01/16/1997		Deposition of William J Burkhardt (1 vol 10/28/96) (wh) (Entered: 01/17/1997)
01/16/1997		Deposition of Dr John Paul Bryk, Jr (1 vol 10/23/96) (wh) (Entered: 01/17/1997)
01/30/1997	48	AGREED ORDER EXTENDING TIME by Mag. Judge Mark R. Abel, -ext of 10 days for rply to mtn to cert class & m/c MSJ (cc: all counsel) (no pgs: 2) (seal) (Entered: 02/03/1997)
02/10/1997	49	ORDER by Mag. Judge Mark R. Abel, -ext to 2/17/97 for reply to mtn for

EX. A-606

		class cert & 3/3/97 for m/c MSJ (cc: all counsel) (no pgs: 1) (wh) (Entered: 02/12/1997)
02/18/1997	50	REPLY by plaintiff to response to motion for class certification [20-1] (wh) (Entered: 02/18/1997)
03/03/1997	51	MOTION by defendant Emens Kegler Brown for leave to file sur-reply in oppo to class cert (no pgs: 2 + sur-reply) (wh) Modified on 03/04/1997 (Entered: 03/04/1997)
03/04/1997	52	MEMO IN OPPO by plaintiff to motion for summary judgment [43-1] (no pgs: 26 + exhibits) (wh) (Entered: 03/04/1997)
03/17/1997	53	AGREED ORDER by Mag. Judge Mark R. Abel -ext to 4/16/97 for reply to m/c MSJ (cc: all counsel) (no pgs: 1) (wh) (Entered: 03/18/1997)
04/16/1997	54	REPLY by defendant Emens Kegler Brown to response to motion for summary judgment [43-1] (no pgs: 30 + exhibits) (wh) (Entered: 04/17/1997)
04/17/1997	55	AGREED AMENDMENT TO SCHEDULING ORDER by Mag. Judge Mark R. Abel -pltfs Rule 16 disclosures by 5/15/97 -defts 6wks thereafter (cc: all counsel) (no pgs: 1) (wh) (Entered: 04/18/1997)
05/29/1997	56	AMENDED SCHEDULING ORDER by Mag. Judge Mark R. Abel -conf w/counsel held 5/22/97 -pltfs expert Rule 26 disclosures by 6/30/97 -defts by 8/11/97 (cc: all counsel) (no pgs: 1) (wh) (Entered: 05/29/1997)
06/17/1997	57	NOTICE of Settlement conference set for 10:00 7/16/97 (cc: all counsel) (wh) (Entered: 06/18/1997)
06/25/1997	58	MOTION by defendants Carlile Patchen &, Hurd (Carlile Firm) for hearing on Bryk fitness to serve as class rep (no pgs: 6) (wh) (Entered: 06/27/1997)
08/07/1997	59	NOTICE of Settlement conference w/MagJ Abel set for 11:00 8/15/97 (cc: all counsel) (wh) (Entered: 08/07/1997)
08/13/1997	60	NOTICE of Settlement conference reset to 10:30 9/22/97 (cc: all counsel) (wh) (Entered: 08/13/1997)
01/29/1998	61	ORDER by Mag. Judge Mark R. Abel granting motion for leave to file sur-reply in oppo to class cert [51-1] (cc: all counsel) (no pgs: 1) (wh) (Entered: 01/29/1998)
01/29/1998	62	REPLY by Emens Kegler Brown to response to motion for class certification [20-1] (no pgs: 5) (wh) (Entered: 01/29/1998)
02/05/1998	63	MOTION by Carlile Patchen & to dismiss all claims brought under RICO statute (no pgs: 34) (wh) (Entered: 02/06/1998)
02/06/1998	64	MOTION by Carlile Patchen &, Dwight I Hurd for summary judgment on all common law clms brought by pltf (no pgs: 16 + exhibits) (wh) (Entered: 02/06/1998)
02/11/1998	65	MOTION by Carlile Patchen &, Dwight I Hurd for summary judgment on all clms of pltfs William & Greg Burkhardt (no pgs: 14 + exhibits) (wh) (Entered:

Ex. A-007

		02/12/1998)
03/02/1998	66	ORDER by Mag. Judge Mark R. Abel -ext to 3/20/98 for m/c dft Carlile Patchen's MSJ, MSJ & MTD (cc: all counsel) (no pgs: 1) (wh) (Entered: 03/03/1998)
03/18/1998	67	STIPULATION of class action settlement and JOINT MOTION for preliminary approval (no pgs: 3 + exhibits) (wh) (Entered: 03/19/1998)
03/18/1998	68	ORDER by Senior Judge Joseph P. Kinneary granting motion for preliminary approval [67-1] of notice for class action certification sett hrg & administration re stip between pltfs & dft Kegler, Brown, Hill & Ritter -In-court hearing set 10:30 6/8/98 (cc: all counsel) (no pgs: 17) (wh) (Entered: 03/19/1998)
03/23/1998	69	ORDER by Mag. Judge Mark R. Abel -ext to 4/20/98 for responses by pltfs to Carlile Patchen, etc MSJ's & MTD (cc: all counsel) (no pgs: 1) (wh) (Entered: 03/25/1998)
03/26/1998	70	OPINION AND ORDER: by Senior Judge Joseph P Kinneary -denying motion for hearing on Bryk fitness as class rep [58-1] -granting motion for class certification [20-1] as to those claims which do not arise from unique oral representations, for the following class: All persons who purchased securities from Dublin Securities Inc during the time period of 1988 through 1992, execpting those purchasers presently within the class certified in Glatz v. Beaman, No. 92-CV-058 (Erie Co., Ohio Common Pleas). The Court finds pltfs W Burkhart & J Bryk are adequate class reps but G Burkhart may not serve as class rep (cc: all counsel) (no pgs: 39) (wh) (Entered: 03/27/1998)
03/27/1998	71	ORDER by Senior Judge Joseph P. Kinneary -amd to order w/respect to class action certification's notice sett hrg & admin (cc: all counsel) (no pgs: 1) (wh) (Entered: 03/31/1998)
04/02/1998	72	NOTICE of Final pretrial conf set for 10:30 10/2/98 (cc: all counsel) (wh) (Entered: 04/02/1998)
04/02/1998	73	NOTICE OF TRIAL: -Final PTO due: 9/29/98 -Jury Trial set for 9:00 11/2/98 (cc: all counsel) (no pgs: 1) (wh) (Entered: 04/02/1998)
04/21/1998	75	RESPONSE by plaintiff to motion for summary judgment on all common law clms brought by pltf [64-1] (no pgs: 7) (wh) (Entered: 04/23/1998)
04/21/1998	76	RESPONSE by William A Burkhart to motion for summary judgment on all clms of pltfs William Burkhart (no pgs: 5 + exhibits) (wh) (Entered: 04/23/1998)
04/21/1998	77	RESPONSE by plaintiff to motion to dismiss all claims brought under RICO statute [63-1] (no pgs: 13) (wh) (Entered: 04/23/1998)
04/22/1998	74	NOTICE of Status conference w/MagJ Abel set for 2:00 4/27/98 (cc: all counsel) (wh) (Entered: 04/22/1998)
04/30/1998	78	STATUS & SCHEDULING CONFERENCE ORDER by Mag. Judge Mark R. Abel -Status conference held 2:00 4/27/98 -joint written Status report ddl

E X - A -008

		set for 8/28/98 -Notice to class to Court by 5/27/98 (cc: all counsel) (no pgs: 3) (wh) (Entered: 04/30/1998)
05/04/1998	79	NOTICE by Robert D Hodge of change of address for atty Anil V Anthony (no pgs: 2) (wh) (Entered: 05/04/1998)
05/05/1998	80	ORDER by Mag. Judge Mark R. Abel -ext to 5/30/98 for rply to MTD & MSJ's (cc: all counsel) (no pgs: 2) (wh) (Entered: 05/05/1998)
05/06/1998	81	NOTICE of Final pretrial conf VACATED 10:30 10/2/98 (cc: all counsel) (wh) (Entered: 05/06/1998)
05/06/1998	82	NOTICE OF Jury trial VACATED 9:00 11/2/98 (cc: all counsel) (wh) (Entered: 05/06/1998)
05/06/1998	83	REPLY by Carlile Patchen & to response to motion to dismiss all claims brought under RICO statute [63-1] (no pgs: 13) (wh) (Entered: 05/08/1998)
05/08/1998	84	REPLY by Carlile Patchen &, Dwight I Hurd to response to motion for summary judgment on all common law clms brought by pltf [64-1] (no pgs: 12) (wh) (Entered: 05/11/1998)
05/12/1998	85	REPLY by Carlile Patchen &, Dwight I Hurd to response to motion for summary judgment on all clms of pltfs William & Greg Burkhardt [65-1] (no pgs: 7) (wh) (Entered: 05/18/1998)
05/18/1998	86	CERTIFICATION on issuance of notice of proposed settlement by plaintiff (no pgs: 3 + exhibits) (wh) (Entered: 05/19/1998)
05/26/1998	87	MEMORANDUM by plaintiff in support of settlement [68-2] (no pgs: 13) (wh) (Entered: 05/27/1998)
05/26/1998	88	MOTION by plaintiff for award of attorney fees, incentive awards & reimbursement of litigation expenses (no pgs: 19 + exhibits) (wh) (Entered: 06/08/1998)
05/27/1998	89	MOTION by Carlile Patchen & Murphy and D Hurd for fairness hearing (no pgs: 15) (wh) (Entered: 05/28/1998)
06/02/1998	90	MOTION by plaintiff for approval of misc class sett matters (no pgs: 6) (wh) (Entered: 06/03/1998)
06/08/1998	91	ORDER by Senior Judge Joseph P. Kinneary -3/26/98 order expressly amended to state that nothing therein shall be construed as to supersede, modify or impair the settlement class described in the 3/18/98 order (cc: all counsel) (no pgs: 2) (wh) (Entered: 06/08/1998)
06/08/1998	92	ORDER by Senior Judge Joseph P. Kinneary -approving class counsel's treatment of each different social security number designation as a separte class member (cc: all counsel) (no pgs: 2) (wh) (Entered: 06/08/1998)
06/08/1998	93	ORDER by Senior Judge Joseph P. Kinneary -approving mailing of notice of proposed settlement to certain class members (cc: all counsel) (no pgs: 2) (wh) (Entered: 06/08/1998)

Ex. A - 009

06/08/1998	94	CIVIL MINUTES: Proceeding before Senior Judge Joseph P. Kinneary Fairness hearing held 6/8/98 -W Blessing, M Florez, J Sunderland, J Zeiger present -Court approves fairness of settlement between pltfs & Emens Kegler & grants pltfs request for incentive awards -J Koenig C/R -WJ Harrison D/C (wh) (Entered: 06/09/1998)
06/09/1998	95	FINAL JUDGMENT by Senior Judge Joseph P. Kinneary approving class-wide settlement dismissing party Emens Kegler Brown w/prejudice and specified claims against Dwight I Hurd (cc: all counsel) (no pgs: 8) (wh) (Entered: 06/10/1998)
06/15/1998	96	ORDER by Senior Judge Joseph P. Kinneary granting motion for award of attorney fees, incentive awards & of litigation expenses [88-1] -class counsel awarded atty fees of 22 1/2% of sett proceeds (\$495,000.00) & reimbursement of litigation expenses through 5/20/98 of \$38,453.52 -incentive award to pltf John P Bryk Jr in amt of \$10,000.00 & William Burkhardt in amt of \$2,500.00 (cc: all counsel) (no pgs: 2) (wh) (Entered: 06/16/1998)
06/15/1998	97	ORDER by Senior Judge Joseph P. Kinneary granting motion for approval of misc class sett matters [90-1] -re payments of amts (cc: all counsel) (no pgs: 2) (wh) (Entered: 06/16/1998)
06/16/1998	98	STATEMENT by Kenneth L. Schneider re shares of Edward J Schneider (no pgs: 3) (wh) (Entered: 06/16/1998)
06/18/1998	99	RETURN OF class notification to Ronald Pope, reason unknown (wh) (Entered: 06/19/1998)
06/23/1998	100	RESPONSE by plaintiff to motion for fairness hearing [89-1] (no pgs: 41) (wh) (Entered: 06/24/1998)
07/06/1998	101	REPLY by Carlile Patchen &, Dwight I Hurd to response to motion for fairness hearing [89-1] (no pgs: 5) (wh) (Entered: 07/07/1998)
07/23/1998	102	MOTION by plaintiff for order authorizing payment of sett proceeds (no pgs: 3) (wh) (Entered: 07/27/1998)
07/24/1998	103	ORDER by Senior Judge Joseph P. Kinneary granting motion for order authorizing payment of sett proceeds [102-1] -sum of \$1,483,681.67 to qualifying class members -\$533,453.52 to class counsel -\$12,500.00 to class reps & \$1,000.00 to Provident Bank (cc: all counsel) (no pgs: 2) (wh) (Entered: 07/27/1998)
08/28/1998	104	NOTICE of Settlement conference w/Judge Kinneary set for 9:30 9/14/98 (cc: all counsel) (wh) (Entered: 08/28/1998)
09/23/1998	105	MOTION by plaintiff class for order authorizing changes to class members names for distribution of proceeds () (bw) (Entered: 09/23/1998)
09/23/1998	106	ORDER by Senior Judge Joseph P. Kinneary granting motion for order authorizing changes to class members names for distribution of proceeds [105-1] (cc: all counsel) ( no pgs: 2) (bw) (Entered: 09/23/1998)
12/14/1998	107	MOTION by plaintiff for order to change class member names for purposes of

*EX. A-010*

		distribution of sett proceeds (no pgs: 2) (wh) (Entered: 12/15/1998)
12/18/1998	108	ORDER by Senior Judge Joseph P. Kinneary granting motion for order to change class member names for purposes of distribution of sett proceeds [107-1] (cc: all counsel) (no pgs: 1) (wh) (Entered: 12/18/1998)
01/28/1999	109	MOTION by John P Bryk, Gregory J Burkhart, William A Burkhart, Dwight I Hurd, Carlile Patchen & for entry of fnl jgm approving 2nd class sett & dismissing w/prejudice dfts Carlile, Patchen & Murphy and Hurd (no pgs: 2 + exhibits) (wh) (Entered: 01/29/1999)
01/28/1999	111	STIPULATION re motion for entry of fnl jgm approving 2nd class sett & dismissing w/prejudice dfts Carlile, Patchen & Murphy and Hurd [109-1] (wh) (Entered: 01/29/1999)
01/28/1999	111	MOTION by John P Bryk, Gregory J Burkhart, William A Burkhart, Dwight I Hurd, Carlile Patchen & for prelim approval (no pgs: 2 + exhibits) (wh) (Entered: 01/29/1999)
01/28/1999	110	ORDER by Senior Judge Joseph P. Kinneary granting motion for prelim approval [111-1] (cc: all counsel) (no pgs: 4 exhibits) (wh) (Entered: 02/01/1999)
02/02/1999	112	ORDER by Senior Judge Joseph P. Kinneary finding the motion for fairness hearing [89-1] moot (cc: all counsel) (no pgs: 2) (wh) (Entered: 02/02/1999)
04/22/1999	113	Class Counsel's CERTIFICATION on issuance of Notice of proposed Settlement (no pgs: 2 + exhibits) (wh) (Entered: 04/28/1999)
04/27/1999	114	MEMORANDUM in support of Second Settlement by class counsel (no pgs: 12) (wh) (Entered: 04/28/1999)
04/27/1999	115	MOTION by plaintiff counsel for attorney fees , incentive awards & reimbursement of litigation expenses (no pgs: 19 + exhibits) (wh) (Entered: 04/28/1999)
04/28/1999	116	MOTION by plaintiff for special order for Notice to Certain Class Memebers re Revised Loss Calculaitons (no pgs: 5) (wh) (Entered: 04/28/1999)
04/29/1999	117	ORDER by Senior Judge Joseph P. Kinneary granting motion for special order for Notice to Certain Class Memebers re Revised Loss Calculaitons [116-1] & ext to 6/1/99 for these 109 persons to deliver signed clm form to class counsel (cc: all counsel) (no pgs: 2) (wh) (Entered: 04/29/1999)
04/29/1999	118	MOTION by plaintiff's counsel for order authorizing database changes & sett admin procedures (no pgs: 3) (wh) (Entered: 04/30/1999)
05/07/1999	119	NOTICE by plaintiff's counsel of idenitifcation of class members requesting exclusion from proposed 2nd class sett (no pgs: 3) (wh) (Entered: 05/10/1999)
05/11/1999	120	CIVIL MINUTES: Proceeding before Senior Judge Joseph P. Kinneary - Fairness hrg held 5/11/99, 10:30 a.m. on Carlile Patchen, D Hurd settlement - William Blessing for pltfs -John Sunderland for dfts -granting motion for order authorizing database changes & sett admin procedures [118-1] -granting motion for attorney fees [115-1] -granting motion for entry of fnl jgm

Ex. A-011

		approving 2nd class sett & dismissing w/prejudice dfts Carlile, Patchen & Murphy and Hurd [109-1] dismissing dfts Carlile, Patchen & Murphy and Hurd -judgment entry to follow -mtn to dismiss remaining dfts to follow -mtn to disburse add funds from first sett to follow -G Wells C/R -WJ Harrison D/C (no pgs: 1) (wh) (Entered: 05/13/1999)
05/11/1999	121	ORDER by Senior Judge Joseph P. Kinneary granting motion for attorney fees [115-1] -counsel awarded 22 1/2 % atty fees, expenses of \$26,374.52 & projected expenses of \$6,405.00, pltfs incentive award of \$45,000 to Bryk & \$2500 to Brukhart (cc: all counsel) (no pgs: 2) (wh) (Entered: 05/13/1999)
05/11/1999	122	ORDER by Senior Judge Joseph P. Kinneary -granting database changes & sett admin procedures (cc: all counsel) (no pgs: 2) (wh) (Entered: 05/13/1999)
05/11/1999	123	JUDGMENT approving second class sett by Senior Judge Joseph P Kinneary and dismissing w/prejudice clms against party Carlile Patchen & party Dwight I Hurd, (cc: all counsel) (no pgs: 7) (wh) (Entered: 05/13/1999)
05/13/1999	124	ORDER by Senior Judge Joseph P. Kinneary -Paul A Dabney & Barry Sutherland allowed to participate in settlement (cc: all counsel) (no pgs: 2) (wh) (Entered: 05/13/1999)
06/17/1999	125	MOTION by plaintiff to authorize payment of proceeds of settlement w/dfts Carlile Patchen & Murphy and Hurd (no pgs: 3 + order) (wh) (Entered: 06/23/1999)
06/22/1999	126	ORDER by Senior Judge Joseph P. Kinneary -granting motion to authorize payment of proceeds of settlement w/dfts Carlile Patchen & Murphy and Hurd [125-1] -\$1,518,900.15 to Qualifying Class Members -\$497,007.48 to Class Counsel -\$47,500 to Class Rep -\$1,000 to Provident Bank (cc: all counsel) (no pgs: 2) (wh) (Entered: 06/24/1999)
10/26/1999	127	MOTION by plaintiff for order authorizing final distribution of Kegler sett proceeds (no pgs: 3 + exhibits) (wh) (Entered: 11/01/1999)
10/28/1999	128	ORDER by Senior Judge Joseph P. Kinneary granting motion for order authorizing final distribution of Kegler sett proceeds [127-1] -\$17,284.69 to class counsel -\$301,628.25 to Qualifying Class Members (cc: all counsel) (no pgs: 1) (wh) (Entered: 11/01/1999)
11/09/1999	129	ORDER by Senior Judge Joseph P. Kinneary -holds in abeyance its decision re other individuals that have submitted letter to court (cc: all counsel) (no pgs: 2) (wh) (Entered: 11/09/1999)
11/16/1999	130	LETTER to court from Bernadine Kotlarchik re disbursement of funds (no pgs: 4) (wh) (Entered: 11/17/1999)
11/18/1999	131	ORDER by Senior Judge Joseph P. Kinneary -decision at to Ms Kotlarchik participation in settlement held in abeyance -Status report ddl set for 1/10/00 (cc: all counsel) (no pgs: 2) (wh) (Entered: 11/19/1999)
12/08/1999	132	ORDER by Senior Judge Joseph P. Kinneary -court holds in abeyance decision as to Shaku Patel's participation in settlement (cc: all counsel) (no pgs: 2) (wh) (Entered: 12/08/1999)

Ex. A-012

12/08/1999	133	LETTER to court from Shaku Patel re settlement of case (wh) (Entered: 12/08/1999)
12/20/1999		Mail Returned [132-1] addressed to Anil V Anthony for defendant Robert D Hodge (pl) (Entered: 12/27/1999)
01/11/2000	134	STATUS REPORT by plaintiff John P Bryk, plaintiff Gregory J Burkhart, plaintiff William A Burkhart on disbursements and remaining funds from class settlement with defts Carlile Patchen & Murphy and Dwight Hurd ( no pgs: 2) (pl) (Entered: 01/12/2000)
01/12/2000	135	Addendum by plaintiff John P Bryk, plaintiff Gregory J Burkhart, plaintiff William A Burkhart re report [134-1] (containing exemplar check) ( no pgs: 3) (pl) (Entered: 01/12/2000)
05/26/2000	136	ORDER by Senior Judge Joseph P. Kinneary ; Status report ddl set 6/16/00 Court holds in abeyance its decision as to whether Ms Brennan or Ms. Swartz may participate in the sharing of the proceeds of the class settlement (cc: all counsel) ( no pgs: 4) (pl) (Entered: 05/26/2000)
06/16/2000	137	SUPPLEMENTAL STATUS REPORT by plaintiff John P Bryk, plaintiff Gregory J Burkhart, plaintiff William A Burkhart ( no pgs: 3) (sem) (Entered: 06/16/2000)
06/21/2000	138	ORDER by Senior Judge Joseph P. Kinneary ordering payment to qualifying class members in re supplemental status report (cc: all counsel) ( no pgs: 3) (sem) (Entered: 06/21/2000)
06/30/2000		Mail Returned [138-1] addressed to Anil V Anthony for defendant Robert D Hodge - no current address available (pl) Modified on 07/05/2000 (Entered: 07/05/2000)
07/20/2000	139	LETTER to court from attorney William Blessing in re Patricia Green ( no pgs: 2) (sem) (Entered: 07/20/2000)
07/20/2000	140	ORDER by Senior Judge Joseph P. Kinneary that class counsel shall make payment to Patricia Green as soon as practicable; class counsel shall file a supplemental status report within 30 days from the date of this order (cc: all counsel) ( no pgs: 2) (sem) (Entered: 07/20/2000)
08/21/2000	141	STATUS REPORT by plaintiff John P Bryk, plaintiff Gregory J Burkhart, plaintiff William A Burkhart in re remaining funds from class settlements ( no pgs: 2) (sem) (Entered: 08/21/2000)
09/28/2000	142	MOTION by plaintiff John P Bryk, plaintiff Gregory J Burkhart, plaintiff William A Burkhart for order of approval in re miscellaneous class settlement matters ( no pgs: 2) (sem) (Entered: 09/28/2000)
09/28/2000	143	ORDER by Senior Judge Joseph P. Kinneary that the Court accepts class counsel's recommendation and ORDERS class counsel to transfer any remaining proceeds into the Ohio Victims of Crime Fund dismissing case (cc: all counsel) ( no pgs: 3) (sem) (Entered: 09/28/2000)
02/28/2002		Remark: Depositions destroyed per Local Rule 79.2 (sem) (Entered:

*Ex. A - 013*

	02/28/2002)
06/19/2007	File located in Chicago: Accession No. 021 06 0166; Location No. 864910-865207; Box 23 of 298; (Vol.1); Box 24 of 494 (Vols.2-6)(bam) (Entered: 06/19/2007)

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Transaction Receipt			
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Description:	Docket Report	Search Criteria:	2:96-cv-00494-JPK-MRA
Billable Pages:	9	Cost:	0.90

EX. A-014

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CONFORMED SUBMISSION TYPE: N-4/A  
PUBLIC DOCUMENT COUNT: 12  
FILED AS OF DATE: 19980609  
SROS: NONE

FILER:

COMPANY DATA:  
COMPANY CONFORMED NAME: AMERICAN EQUITY LIFE ANNUITY ACCOUNT  
CENTRAL INDEX KEY: 0001055368  
STANDARD INDUSTRIAL CLASSIFICATION: {}  
STATE OF INCORPORATION: IA  
FISCAL YEAR END: 1231

FILING VALUES:  
FORM TYPE: N-4/A  
SEC ACT:  
SEC FILE NUMBER: 333-46593  
FILM NUMBER: 98644731

FILING VALUES:  
FORM TYPE: N-4/A  
SEC ACT:  
SEC FILE NUMBER: 811-08663  
FILM NUMBER: 98644732

BUSINESS ADDRESS:  
STREET 1: 5400 UNIVERSITY AVE  
CITY: WEST DES MOINES  
STATE: IA  
ZIP: 50266  
BUSINESS PHONE: 5152256400

MAIL ADDRESS:  
STREET 1: 5400 UNIVERSITY AVE  
CITY: WEST DES MOINES  
STATE: IA  
ZIP: 50266

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AS FILED WITH THE SECURITIES AND EXCHANGE COMMISSION ON JUNE 9, 1998

FILE NO. 333-46593

FILE NO. 811-08663

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM N-4

REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933 //

PRE-EFFECTIVE AMENDMENT NO. 1 //

POST-EFFECTIVE AMENDMENT NO. //

REGISTRATION STATEMENT UNDER THE INVESTMENT COMPANY ACT OF 1940 //

AMENDMENT NO. //

AMERICAN EQUITY LIFE ANNUITY ACCOUNT  
(Exact Name of Registrant)

AMERICAN EQUITY INVESTMENT

EXHIBIT B-001

LIFE INSURANCE COMPANY  
(Name of Depositor)  
  
5000 Westown Parkway, Suite 440  
West Des Moines, Iowa 50266  
(Address of Depositor's Principal Executive Offices)

DEBRA J. RICHARDSON  
5000 Westown Parkway, Suite 440  
West Des Moines, Iowa 50266  
(Name and Address of Agent for Service of Process)

COPY TO:  
STEPHEN E. ROTH, ESQUIRE  
Sutherland, Asbill & Brennan LLP  
1275 Pennsylvania Avenue, N.W.  
Washington, D.C. 20004-2415

APPROXIMATE DATE OF PROPOSED PUBLIC OFFERING: AS SOON AS PRACTICABLE AFTER  
THE EFFECTIVE DATE OF THIS REGISTRATION STATEMENT.

SECURITIES BEING OFFERED: FLEXIBLE PREMIUM DEFERRED VARIABLE ANNUITY  
CONTRACTS.

THE REGISTRANT HEREBY AMENDS THIS REGISTRATION STATEMENT ON SUCH DATES AS  
MAY BE NECESSARY TO DELAY ITS EFFECTIVE DATE UNTIL THE REGISTRANT SHALL FILE A  
FURTHER AMENDMENT WHICH SPECIFICALLY STATES THAT THIS REGISTRATION STATEMENT  
SHALL THEREAFTER BECOME EFFECTIVE IN ACCORDANCE WITH SECTION 8(a) OF THE  
SECURITIES ACT OF 1933 OR UNTIL THE REGISTRATION STATEMENT SHALL BECOME  
EFFECTIVE ON SUCH DATE AS THE COMMISSION, ACTING PURSUANT TO SAID SECTION 8(a),  
MAY DETERMINE.

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CROSS REFERENCE SHEET  
PURSUANT TO RULES 481(a) AND 495(a)

Showing location in Part A (prospectus) and Part B (statement of additional  
information) of registration statement of information required by Form N-4

PART A

ITEM OF FORM N-4	PROSPECTUS CAPTION
<C> <S>	<C>
1. Cover Page.....	Cover Page
2. Definitions.....	Definitions
3. Synopsis.....	Expense Tables; Summary
4. Condensed Financial Information....	Yields and Total Returns
5. General	
(a) Depositor.....	American Equity Investment Life Insurance Company
(b) Registrant.....	American Equity Life Annuity Account
(c) Portfolio Company.....	Investment Options
(d) Fund Prospectus.....	Investment Options
(e) Voting Rights.....	Voting Rights
(f) Administrators.....	N/A
6. Deductions and Expenses	
(a) General.....	Charges and Deductions; Summary
(b) Sales Load &.....	Charges and Deductions; Summary
(c) Special Purchase Plan.....	N/A
(d) Commissions.....	Distribution of the Contracts
(e) Expenses -- Registrant.....	Charges and Deductions; Summary
(f) Fund Expenses.....	Investment Options; Charges and Deductions
(g) Organizational Expenses.....	N/A
7. Contracts	
(a) Persons With Rights.....	Summary; Addition, Deletion or Substitution of Investments; Description of Annuity Contract; Payment Options; Voting Rights
(b) (i) Allocation of Purchase Payments.....	Summary; Premiums; Free-Look Period; Allocation of Premiums
(ii) Transfers.....	Summary; Transfer Privilege
(iii) Exchanges.....	Transfers, Assignments or Exchanges of a Contract
(c) Changes.....	Additions, Deletions or Substitutions of Investments; Description of Annuity Contract; Modification;
(d) Inquiries.....	Cover page; Inquiries
8. Annuity Period.....	Summary; Payment Options
9. Death Benefit.....	Death Benefit Before the Retirement Date; Death Benefit After the Retirement Date
10. Purchases and Contract Value	
(a) Purchases.....	Summary; Issuance of a Contract; Premiums; Free Look Period; Allocation of Premiums; Variable Cash Value;
(b) Valuation.....	Definitions; Variable Cash Value;
(c) Daily Calculation.....	Definitions; Variable Cash Value;
(d) Underwriter.....	Issuance of a Contract; Distribution of the Contracts
11. Redemptions	
(a) -- By Owners.....	Summary; Transfer Privilege; Surrenders and Partial Surrenders; Proceeds on the

EX. B-002

-- By Annuitant.....	Retirement Date; Payments; Payment Options; Federal Tax Matters Summary; Transfer Privilege; Surrenders and Partial Surrenders; Proceeds on the Retirement Date; Payments; Payment Options; Federal Tax Matters
(b) Taxes ORF.....	N/A
(c) Check Delay.....	Payments
(d) Lapse.....	N/A
(e) Free Look.....	Summary; Free Look Period

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13. Legal Proceedings.....	Legal Proceedings
14. Table of Contents for the Statement of Additional Information.....	Statement of Additional Information Table of Contents

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PART B

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16. Table of Contents.....	Table of Contents
17. General Information and History....	General Information About the Company
18. Services	
(a) Fees and Expenses of Registrant.....	N/A
(b) Management Contracts.....	N/A
(c) Custodian.....	N/A
Independent Public Accountant..	Experts
(d) Assets of Registrant.....	N/A
(e) Affiliated Persons.....	N/A
(f) Principal Underwriter.....	Distribution of the Contracts (prospectus)
19. Purchase of Securities Being Offered.....	Distribution of the Contracts (prospectus)
Offering Sales Load.....	N/A
20. Underwriters.....	Distribution of the Contracts (prospectus)
21. Calculation of Performance Data... .	Calculation of Yields and Total Returns; Yields and Total Returns (prospectus)
22. Annuity Payments.....	Payment Options (prospectus)
23. Financial Statements.....	Financial Statements

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PART C -- OTHER INFORMATION

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24. Financial Statements and Exhibits.....	Financial Statements and Exhibits
(a) Financial Statements.....	(a) Financial Statements
(b) Exhibits.....	(b) Exhibits
25. Directors and Officers of the Depositor.....	Directors and Officers of American Equity Investment Life Insurance Company
26. Persons Controlled By or Under Common Control with the Depositor or Registrant.....	Persons Controlled By or In Common Control with the Depositor or Registrant
27. Number of Contractowners.....	Number of Owners
28. Indemnification.....	Indemnification
29. Principal Underwriters.....	Principal Underwriter
30. Location of Accounts and Records...	Location of Books and Records
31. Management Services.....	Management Services
32. Undertakings.....	Undertakings and Representations
Signature Page.....	Signatures

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PROSPECTUS

AMERICAN EQUITY LIFE ANNUITY ACCOUNT  
INDIVIDUAL FLEXIBLE PREMIUM DEFERRED  
VARIABLE ANNUITY CONTRACT

This Prospectus describes the individual flexible premium deferred variable annuity contract (the "Contract") being offered by American Equity Investment Life Insurance Company (the "Company"). The Contract may be sold to or in connection with retirement plans, including those that qualify for special federal tax treatment under the Internal Revenue Code.

Premiums and accumulated values are allocated, as designated by the owner, to one or more of the subaccounts of the American Equity Life Annuity Account (the "Account"), the Declared Interest Option, or both. The assets of each Subaccount will be invested solely in shares of the corresponding Investment Options: Value Growth Portfolio, High Grade Bond Portfolio, High Yield Bond Portfolio, Money Market Portfolio and Blue Chip Portfolio of Equitrust Variable Insurance Series Fund; Equity Income Portfolio, Mid-Cap Growth Portfolio, New America Growth Portfolio and Personal Strategy Balanced Portfolio of T. Rowe Price Equity Series, Inc.; International Stock Portfolio of T. Rowe Price International

EX. B-003

By its authorized officer

By: /s/ Darrell N. Braman

Title: Vice President

Date: June 8, 1998

<PAGE>

SCHEDULE A

Name of Separate Account and Date Established by Board of Directors:

American Equity Life Variable Account  
1/12/98

Contracts Funded by Separate Account:

Flexible Premium Variable Life Insurance Policy

Designated Portfolios:

T. Rowe Price Equity Series, Inc.  
- Equity Income Portfolio  
- Mid-Cap Growth Portfolio  
- New America Growth Portfolio  
- Personal Strategy Balanced Portfolio  
T. Rowe Price International Series, Inc.  
- International Stock Portfolio

Name of Separate Account and Date Established by Board of Directors:

American Equity Life Annuity Account  
1/12/98

Contracts Funded by Separate Account:

Flexible Premium Deferred Variable Annuity Contract

Designated Portfolios:

T. Rowe Price Equity Series, Inc.  
- Equity Income Portfolio  
- Mid-Cap Growth Portfolio  
- New America Growth Portfolio  
- Personal Strategy Balanced Portfolio  
T. Rowe Price International Series, Inc.  
- International Stock Portfolio

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Whitfield & Eddy, P.L.C. letterhead

May 21, 1998

Securities and Exchange Commission  
450 Fifth Street, N.W.  
Washington, D.C. 20549

Gentlemen,

With reference to the Registration Statement on Form N-4 filed by American Equity Investment Life Insurance Company ("Company") and its American Equity Life Annuity Account with the Securities and Exchange Commission covering certain variable annuity contracts, I have examined such documents and such law as I considered necessary and appropriate, and on the basis of such examinations, it is my opinion that:

- (1) Company is duly organized and validly existing under the laws of the State of Iowa.
- (2) The variable annuity contracts, when issued as contemplated by the said Form N-4 Registration Statement will constitute legal, validly issued and binding obligations of American Equity Investment Life Insurance Company.

Ex. B-004

I hereby consent to the filing of this opinion as an exhibit to the said Form N-4 Registration Statement and to the reference to my name under the caption "Legal Matters" in the Prospectus contained in the said Registration Statement. In giving this consent, I am not admitting that I am in the category of persons whose consent is required under Section 7 of the Securities Act of 1933.

Very truly yours,

/s/ Wendy L. Carlson

Wendy L. Carlson  
Whitfield & Eddy, P.L.C.

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Sutherland, Asbill & Brennan LLP letterhead

May 29, 1998

American Equity Investment Life Insurance Company  
5000 Westown Parkway, Suite 440  
West Des Moines, Iowa 50266

Gentlemen:

We hereby consent to the reference to our name under the caption "Legal Matters" in the statement of additional information filed as part of the registration statement on Form N-4 for American Equity Life Annuity Account (File No. 333-46593). In giving this consent, we do not admit that we are in the category of persons whose consent is required under Section 7 of the Securities Act of 1933.

Sincerely,

SUTHERLAND, ASBILL & BRENNAN LLP

/s/ Stephen E. Roth, Esq.

Stephen E. Roth  
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Ernst & Young LLP letterhead

The Board of Directors  
American Equity Investment Life Insurance Company

We consent to the reference to our firm under the captions "Financial Statements" and "Experts" and to the use of our report dated April 8, 1998 with respect to American Equity Investment Life Insurance Company, in the Registration Statement under the Securities Act of 1933 (Form N-4 No. 333-46593) and related Prospectus of American Equity Investment Life Annuity Account.

Sincerely,

/s/ Ernst & Young LLP

Des Moines, Iowa  
June 9, 1998

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American Equity letterhead

EX-B-005

May 21, 1998

American Equity Investment Life Insurance Company  
5000 Westown Parkway, Suite 440  
West Des Moines, Iowa 50266

Gentlemen:

This opinion is furnished in connection with the registration by American Equity Investment Life Insurance Company of a flexible premium deferred variable annuity contract ("Contract") under the Securities Act of 1933, as amended. The prospectus included in Pre-Effective Amendment No. 1 to the Registration Statement on Form N-1 (File No. 333-46593) describes the Contract. I have provided actuarial advice concerning the preparation of the contract form described in the Registration Statement, and I am familiar with the Registration Statement and exhibits thereto.

It is my professional opinion that the fees and charges deducted under the Contract, in the aggregate, are reasonable in relation to the services rendered, the expenses expected to be incurred and the risks assumed by the insurance company.

I hereby consent to the use of this opinion as an exhibit to Pre-Effective Amendment No. 1 to the Registration Statement.

Sincerely,

/s/ Christopher G. Daniels

Christopher G. Daniels, FSA, MSAA  
Consulting Actuary  
American Equity Investment Life Insurance Company

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-----END PRIVACY-ENHANCED MESSAGE-----

Ex. B-606

At December 31, 2004, 85% of our fixed income securities have call features and 9% were subject to call redemption. Another 70% will become subject to call redemption through December 31, 2005. During the years ended December 31, 2004 and 2003, we received \$2.18 billion and \$2.52 billion, respectively, in net redemption proceeds related to the exercise of such call options. We have reinvestment risk related to these redemptions to the extent we cannot reinvest the net proceeds in assets with credit quality and yield characteristics similar to the redeemed bonds. Such reinvestment risk typically occurs in a declining rate environment. Should rates decline to levels which tighten the spread between our average portfolio yield and average cost of interest credited on our annuity liabilities, we have the ability to reduce crediting rates on most of our annuity liabilities to maintain the spread at our targeted level. At December 31, 2004, approximately 82% of our annuity liabilities are subject to annual adjustment of the applicable crediting rates at our discretion, limited by minimum guaranteed crediting rates of 2% to 4%.

With respect to our index annuities, we purchase call options on the applicable indices to fund the annual index credits on such annuities. These options are primarily one-year instruments purchased to match the funding requirements of the underlying policies. Proceeds received at expiration of the call options are substantially offset by an increase in the amounts added to policyholder account balances for index products. For the years ended December 31, 2004 and 2003, index credits to policyholders on their anniversaries were \$122.7 million and \$44.2 million, respectively. Proceeds received at expiration of these options related to such credits were \$87.2 million and \$41.1 million, respectively. The difference between proceeds received at expiration of these options and index credits for 2004 is primarily due to credits attributable to minimum guaranteed interest self funded by us. During 2003, we refined our hedging process to purchase options out of the money to the extent of anticipated minimum guaranteed interest on index policies. On the anniversary dates of the index policies, we purchase new one-year call options to fund the next annual index credits. The risk associated with these prospective purchases is the uncertainty of the cost, which will determine whether we are able to earn our spread on our index business. This is a risk we attempt to manage through the terms of our index annuities, which permit us to change annual participation rates, asset fees, and caps, subject to contractual features. By modifying participation rates, asset fees or caps, we can limit option costs to budgeted amounts, except in cases where the contractual features would prevent further modifications. Based upon actuarial testing which we conduct as a part of the design of our index products and on an ongoing basis, we believe the risk that contractual features would prevent us from controlling option costs is not material.

#### **ITEM 8. CONSOLIDATED FINANCIAL STATEMENTS AND SUPPLEMENTARY DATA.**

The consolidated financial statements are included as a part of this report on Form 10-K on pages F-1 through F-34.

#### **ITEM 9. CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS ON ACCOUNTING AND FINANCIAL DISCLOSURE**

None.

#### **ITEM 9A. CONTROLS AND PROCEDURES**

##### *Evaluation of Disclosure Controls and Procedures.*

In accordance with Rule 13a-15(b) of the Securities Exchange Act of 1934 (the "Exchange Act"), as of the end of the period covered by this *Annual Report on Form 10-K*, the Company's management evaluated, with the participation of the Company's Chief Executive Officer and Chief Financial Officer, the effectiveness of the design and operation of the Company's disclosure controls and procedures (as defined in Rule 13a-15(e) under the Exchange Act). Based on their evaluation of these disclosure

EXHIBIT C-001

controls and procedures, the Company's Chief Executive Officer and Chief Financial Officer have concluded that, as a result of the material weakness in the Company's internal control over financial reporting discussed below, the disclosure controls and procedures were not effective in recording, processing, summarizing and reporting, on a timely basis, information required to be disclosed by the Company in the reports the Company files or submits under the Exchange Act.

*Management's Report on Internal Control over Financial Reporting.*

The management of the Company is responsible for establishing and maintaining adequate internal control over financial reporting, as defined in the Exchange Act Rule 13a-15(f). The Company's internal control system is designed to provide reasonable assurance to the Company's management and the board of directors regarding the preparation and fair presentation of published financial statements. All internal control systems, no matter how well designed, have inherent limitations. Therefore, even those systems determined effective can provide only reasonable assurance with respect to financial statement preparation and presentation. Also, projections of any evaluation of effectiveness to future periods are subject to risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

The Company's management assessed the effectiveness of the Company's internal control over financial reporting as of December 31, 2004 based upon criteria established in Internal Control—Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission. Management determined a lack of formal documentation exists surrounding the Company's review of its deferred policy acquisition costs and deferred sales inducements, its unlocking analysis and the related assumptions and estimates used in connection with these items. In addition management concluded that the review of inputs into the models for estimating deferred policy acquisition costs and deferred sales inducements was inadequate. As a result, management has concluded that a material weakness exists and thus is not able to conclude that its internal control over financial reporting was effective as of the end of the period covered by the Company's Annual Report on Form 10-K. However, this weakness in the Company's internal control over financial reporting did not result in any material misstatement of the Company's financial statements for 2004.

Management's assessment of the effectiveness of our internal control over financial reporting as of December 31, 2004 has been audited by Ernst & Young LLP, an independent registered public accounting firm, as stated in their report which is included elsewhere herein.

*Remediation*

The Company's remediation of this material weakness includes the implementation of additional review procedures for the inputs into the models for deferred policy acquisition costs and deferred sales inducements and a more formal documentation process of the review and approval at each reporting period of the amounts recorded for deferred policy acquisition costs and deferred sales inducements and the assumptions and estimates used in this process. This remediation is expected to be in place prior to the filing of the Company's first quarterly report in 2005.

*Report of Independent Registered Public Accounting Firm on Internal Control over Financial Reporting*

The Board of Directors and Stockholders  
American Equity Investment Life Holding Company

We have audited management's assessment, included in the accompanying Management's Report on Internal Control over Financial Reporting, that American Equity Investment Life Holding Company did not maintain effective internal control over financial reporting as of December 31, 2004, because of the effect of the material weakness identified in management's assessment as described below based on criteria established in Internal Control—Integrated Framework issued by the Committee of

Case 2:07-bk-57237 Claim 2-1 Filed 06/06/08 Desc Main Document Page 1 of 4

B10 (Official Form 10) (12/07)

UNITED STATES BANKRUPTCY COURT Southern District of Ohio		PROOF OF CLAIM
Name of Debtor: Sidney T Lewis	Case Number: 2:07-57237	
<p><b>NOTE:</b> This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.</p>		
Name of Creditor (the person or other entity to whom the debtor owes money or property): <b>5 HUNTINGTON NATL BANK</b>	<input type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim. <b>Court Claim Number:</b> <i>(If known)</i> <b>6 PM 3: CD</b>	
Name and address where notices should be sent: <b>5 HUNTINGTON NATL BANK</b> <b>C/O LINDSEY SESTILE</b> <b>PORTER WRIGHT MORRIS AND ARTHUR LLC</b> <b>41 S HIGH STREET</b> <b>COLUMBUS OH 43215-6101</b>	<input type="checkbox"/>	
Telephone number: 614-227-2177	<input type="checkbox"/>	
Name and address where payment should be sent (if different from above):	<input type="checkbox"/>	
Telephone number:	<input type="checkbox"/>	
1. Amount of Claim as of Date Case Filed: \$ 20,638.25	<input type="checkbox"/>	
If all or part of your claim is secured, complete item 4 below; however, if all of your claim is unsecured, do not complete item 4.	<input type="checkbox"/>	
If all or part of your claim is entitled to priority, complete item 5.	<input type="checkbox"/>	
<input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of claim. Attach itemized statement of interest or charges.	<input type="checkbox"/>	
2. Basis for Claim: Judgment in the Supreme Court of Ohio (See instruction #2 on reverse side.)	<input type="checkbox"/>	
3. Last four digits of any number by which creditor identifies debtor:	<input type="checkbox"/>	
3a. Debtor may have scheduled account no: _____ (See instruction #3a on reverse side.)	<input type="checkbox"/>	
4. Secured Claims (See instruction #4 on reverse side.) Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information.	<input type="checkbox"/>	
Nature of property or right of setoff: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other Describe:	<input type="checkbox"/>	
Value of Property: \$ _____ Annual Interest Rate %	<input type="checkbox"/>	
Amount of arrearage and other charges as of time case filed included in secured claim:	<input type="checkbox"/>	
If any: \$ _____ Basis for perfection: _____	<input type="checkbox"/>	
Amount of Secured Claims: \$ _____ Amount Unsecured: \$ _____	<input type="checkbox"/>	
6. Creditors: The amount of all payments on this claim has been credited for the purpose of making this proof of claim.	<input type="checkbox"/>	
7. Documents: Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. You may also attach a summary. Attach redacted copies of documents providing evidence of perfection of a security interest. You may also attach a summary. (See definition of "redacted" on reverse side.)	<input type="checkbox"/>	
<p><b>DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.</b></p> <p>If the documents are not available, please explain:</p>		
Date: <i>6/6/08</i>	Signatures: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any.	FOR COURT USE ONLY
<i>Lindsay Sestile, Attorney for Creditor</i> <i>Penalty for presenting fraudulent claim: Fine of up to \$300,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 132 and 3371.</i>		

EXHIBIT E-001

Franklin County Ohio Clerk of Courts of the Common Pleas- 2012 May 31 3:05 PM-05CV004555  
OA460 - R10

IN THE COURT OF COMMON PLEAS  
FRANKLIN COUNTY, OHIO

GMAC Mortgage Corporation

Plaintiff,

vs.

Yvonne D. Lewis aka Yvonne D. Webb-Lewis,  
et al.

Defendants.

Case No. 05CVE-04-4555

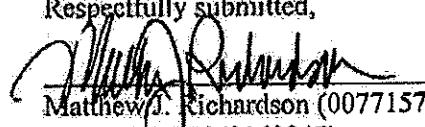
Judge Julie M. Lynch

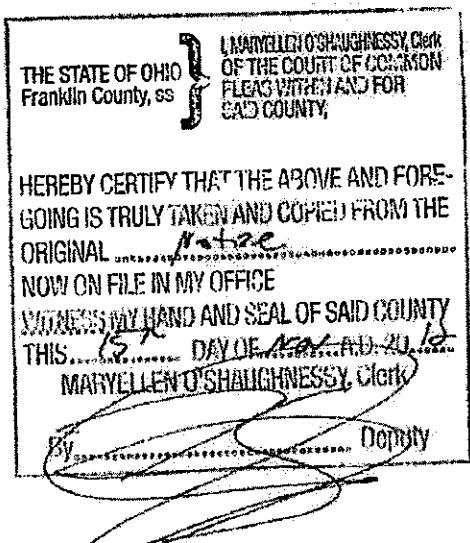
NOTICE OF ASSIGNMENT OF BID

Plaintiff GMAC Mortgage Corporation, acting through counsel, hereby gives notice that it has assigned its bid on the sale of the property that is the subject of this foreclosure action to the following person:

Federal National Mortgage Association  
P.O. Box 650043  
Dallas, TX 75265-0043

Respectfully submitted,

  
Matthew J. Richardson (0077157)  
Holly N. Wolf (0068847)  
Manley Deas Kochalski LLC  
P. O. Box 165028  
Columbus, OH 43216-5028  
Telephone: 614-222-4921  
Fax: 614-220-5613  
Email: mjr2@mdk-llc.com  
Attorney for Plaintiff



Ref# 05-2846/NNW

EXHIBIT A-001

F14

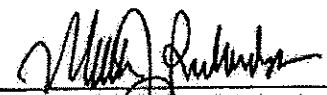
Franklin County Ohio Clerk of Courts of the Common Pleas- 2012 May 31 3:05 PM-05CV004555  
OA460 - R11

**CERTIFICATE OF SERVICE**

The undersigned hereby certifies that a copy of the foregoing Notice of Assignment of Bid was sent to the following by ordinary U.S. Mail, postage prepaid, on the date indicated below:

Yvonne D. Lewis aka Yvonne D. Webb-Lewis  
1875 Alvason Avenue  
Columbus, OH 43219

Sidney T. Lewis  
1875 Alvason Avenue  
Columbus, OH 43219

  
Matthew J. Richardson  
Molly N. Wolf

May 30, 2012  
Dated

EX. D-002

Case 2:07-bk-57237 Claim 2-1 Filed 06/06/08 Desc Main Document Page 2 of 4

101-524

The Supreme Court of Ohio  
ON COMPUTER-KMR

FILED

MAY 25 2005

MARIA J. MENGE, CLERK  
SUPREME COURT OF OHIO

Sidney T. Lewis, Yvonne D. Webb-Lewis

Case No. 05-150

v.

J.E. Wiggins & Co. et al.

ENTRY

This cause came on for further consideration of appellee's motion for sanctions for frivolous action and motion for an order declaring appellants vexatious litigators, and appellants' motion to dismiss or, in the alternative, for order to amend commingled motions for sanctions and for an order declaring appellants vexatious litigators, motion to remand the instant case to trial court for its findings of facts and conclusions of law regarding compliance with statutes, and motion for order declaring The Huntington National Bank and its counsel vexatious litigators. Upon consideration thereof,

IT IS ORDERED by the Court that appellee's motion for sanctions for frivolous action be, and hereby is, granted. The motion for an order declaring appellants vexatious litigators is denied as moot, since appellants were deemed vexatious litigators by this Court on May 11, 2005.

IT IS FURTHER ORDERED by the Court, *sua sponte*, that appellee shall file a bill and documentation in support of an award for attorney fees, in accordance with the guidelines set forth in DR 2-106, within 20 days of the date of this entry; appellants may file objections to appellee's bill and documentation within 10 days of the filing of the bill and documentation; appellee may file a reply to appellants' objections, if any, within 5 days of the filing of the objections.

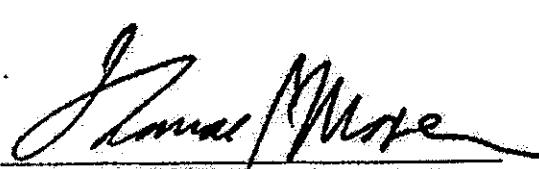
IT IS FURTHER ORDERED by the Court that all of appellants' motions be, and hereby are, denied as moot.

(Franklin County Court of Appeals; Nos. 04AP469, 04AP544 and 04AP668)

I HEREBY CERTIFY that this document is a true and accurate copy of the entry of the Supreme Court of Ohio filed 5/25/05 in Supreme Court case number 05-150.

In witness whereof I have hereunto subscribed my name and affixed the seal of the Supreme Court of Ohio on this 22<sup>nd</sup> day of April, 2005.

MARCIA J. MENGE, Clerk  
by Ruth Vay, Deputy

  
THOMAS J. MOYER  
Chief Justice

Ex. E-002

Case 2:07-bk-57237 Claim 2-1 Filed 06/06/08 Desc Main Document Page 3 of 4

102-100

FILED

The Supreme Court of Ohio

AUG 10 2005

MARIA J. MENGEI, CLERK  
SUPREME COURT OF OHIO

CN COMPUTER-KMR

Sidney T. Lewis, Yvonne D. Webb-Lewis

Case No. 05-150

v.

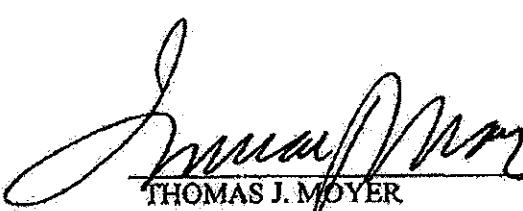
J. E. Wiggins & Co. et al.

ENTRY

This cause came on for further consideration of the bill and documentation in support of attorney fees filed by The Huntington National Bank in response to the Court's entry of May 25, 2005. Upon consideration thereof,

IT IS ORDERED by the Court that The Huntington National Bank is awarded attorney fees in the amount of \$28, 517.00.

(Franklin County Court of Appeals; Nos. 04AP469, 04AP544 and 04AP668)



THOMAS J. MOYER

Chief Justice

I HEREBY CERTIFY that this document is a true and accurate copy of the entry of the Supreme Court of Ohio filed 8/10/05 in Supreme Court case number 05-150.

In witness whereof I have hereunto subscribed my name and affixed the seal of the Supreme Court of Ohio on this 2<sup>nd</sup> day of August, 2005.

MARCIA J. MENGEI, Clerk  
by Ruth V. V. Deputy

EX. E-003

Case 2:07-bk-57237 Claim 2-1 Filed 06/06/08 Desc Main Document Page 4 of 4

# The Supreme Court of Ohio

**05JG-08-06455**

## CERTIFICATE OF JUDGMENT

I, Marcia J. Mengel, Clerk of the Supreme Court of Ohio, hereby certify that on August 10, 2005, an entry was issued by the Supreme Court of Ohio in favor of The Huntington National Bank against Sidney T. Lewis and Yvonne D. Webb-Lewis, Judgment Debtors, in the amount of Twenty Eight Thousand Five Hundred Seventeen Dollars (\$28,517.00). Stated monetary judgment was for reimbursement of attorney fees and costs incurred in an action in this Court entitled *Sidney T. Lewis, Yvonne D. Webb-Lewis v. J. E. Wiggins & Co. et al.*, Case No. 05-150, which entry is entered in this Court in Journal Book 102, page number 100.

In witness whereof, I have hereunto subscribed my name and affixed the Seal of the Supreme Court of Ohio this twenty-second day of August, 2005.

MARICIA J. MENGEGL, Clerk

by Robert Vaughn  
Robert Vaughn, Deputy Clerk

12 AUG 23 PM 4:44  
CLERK OF COURTS-CV

FILED  
COLUMBUS CLERKS COURT  
FRAZER CO., OHIO

EX. E-004